# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13G**

(Rule 13d-102)

Information to Be Included in Statements Filed Pursuant to Rules 13d-1 (b), (c) and (d) and Amendments

Thereto Filed Pursuant To 13d-2

**Under the Securities Exchange Act of 1934** 

# NOAH HOLDINGS LIMITED

(Name of Issuer)

American depositary shares, two of which represent one ordinary share<sup>1</sup>, par value US\$0.0005 per share
(Title of Class of Securities)

#### $65487X102^{2}$

(CUSIP Number)

## 25 Nov 2013

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- □ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>\*</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

<sup>&</sup>lt;sup>1</sup> Not for trading; two American depositary shares represent one ordinary share.

<sup>&</sup>lt;sup>2</sup> This CUSIP number applies to the Issuer's American depositary shares.

1.	NAMES OF F	REPORTING PERSONS		
	GREENWOO	ODS ASSET MANAGEMENT LIMITED.		
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	NOT APPLIC	CABLE		
2.		APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(see instructio	ns)		
	(a) $\square$			
3.	SEC USE ON	LY		
4.	CITIZENSHII	P OR PLACE OF ORGANIZATION		
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	011111111111			
		5. SOLE VOTING POWER		
		00,000		
	MBER OF HARES	6. SHARED VOTING POWER		
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OWNED BY		2,682,463 American depositary shares, which represent 1,341,232 ordinary shares 7. SOLE DISPOSITIVE POWER		
	EACH PORTING	, Dell sid esti Ere Will		
REPORTING PERSON WITH		00,000		
		8. SHARED DISPOSITIVE POWER		
		2,682,463 American depositary shares, which represent 1,341,232 ordinary shares		
9.	AGGREGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2.682.463 Am	nerican depositary shares, which represent 1,341,232 ordinary shares		
10.	CHECK IF TH	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	(see instructio	ns)		
11.	PERCENT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	4.9%			
12.		PORTING PERSON (see instructions)		
	FI			

1.	NAMES OF R	EPORTING PERSONS
	GREENWOO	DDS ASSET MANAGEMENT HOLDINGS LIMITED
	I.R.S. IDENTI	IFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	NOT APPLIC	CABLE
2.	CHECK THE	APPROPRIATE BOX IF A MEMBER OF A GROUP
	(see instruction (a) □	ns)
	(a) $\square$	
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4.	CITIZENSHII	P OR PLACE OF ORGANIZATION
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	DKITISH VII	RGIN ISLANDS
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	MBER OF HARES	6. SHARED VOTING POWER
BENEFICIALLY		2,682,463 American depositary shares, which represent 1,341,232 ordinary shares
OWNED BY EACH		7. SOLE DISPOSITIVE POWER
REPORTING		00.000
PERSON WITH		8. SHARED DISPOSITIVE POWER
		o. Sinked distribute toward
-		2,682,463 American depositary shares, which represent 1,341,232 ordinary shares
9.	AGGREGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	2.682.463 Am	erican depositary shares, which represent 1,341,232 ordinary shares
10.		HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
	(see instruction	ns) $\square$
11.	PERCENT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (9)
	4.9%	
12.		PORTING PERSON (see instructions)
	нс	

1.	NAMES OF R	REPOF	RTING PERSONS	
	UNIQUE EL	EMEN	NT CORP	
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
-	NOT APPLIC			
2.			OPRIATE BOX IF A MEMBER OF A GROUP	
	(see instruction (a) □	ns)		
	(b) 🗵			
3.	SEC USE ON	LY		
4.	CITIZENSHII	P OR I	PLACE OF ORGANIZATION	
	BRITISH VI	RGIN	ISLANDS	
		5.	SOLE VOTING POWER	
		5.	SOLL YOTH OTOWER	
NUN	MBER OF		00,000	
	HARES	6.	SHARED VOTING POWER	
BENEFICIALLY OWNED BY			2,682,463 American depositary shares, which represent 1,341,232 ordinary shares	
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PERS	ON WITH	8.	SHARED DISPOSITIVE POWER	
0.000.400.4			2,682,463 American depositary shares, which represent 1,341,232 ordinary shares	
			2,002,403 American depositary shares, which represent 1,341,232 ordinary shares	
9.	AGGREGATI	E AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2.682.463 Am	ericar	n depositary shares, which represent 1,341,232 ordinary shares	
10.			GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
	(see instruction	ns) [	]	
11.	PERCENT OF	F CLA	SS REPRESENTED BY AMOUNT IN ROW (9)	
12.	4.9%	рорт	INC DEDCON (see instructions)	
12.	I I PE OF KE	FUK I	ING PERSON (see instructions)	
	НС			

1.	NAMES OF F	REPORTING PERSONS			
	JINZHI JIAN	NG			
	I.R.S. IDENT	IFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	NOT APPLIC	CABLE			
2.		APPROPRIATE BOX IF A MEMBER OF A GROUP			
	(see instructio	ns)			
	(a) $\square$				
3.	(b) 🗵  3. SEC USE ONLY				
4.	CITIZENSHII	P OR PLACE OF ORGANIZATION			
	PEOPLE'S R	REPUBLIC OF CHINA			
		5. SOLE VOTING POWER			
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	MBER OF HARES	6. SHARED VOTING POWER			
BENEFICIALLY		2,682,463 American depositary shares, which represent 1,341,232 ordinary shares			
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	SON WITH	00,000			
		8. SHARED DISPOSITIVE POWER			
		2,682,463 American depositary shares, which represent 1,341,232 ordinary shares			
9.	AGGREGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
		nerican depositary shares, which represent 1,341,232 ordinary shares			
10.	CHECK IF TI (see instructio	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ns) □			
11.	PERCENT OF	F CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.9%				
12.		PORTING PERSON (see instructions)			
	нс				

#### Item 1.

(a) Name of Issuer

**Noah Holdings Limited** 

(b) Address of Issuer's Principal Executive Offices 6<sup>th</sup> Floor, Times Finance Center
No. 68 Middle Yincheng Road
Pudong, Shanghai 200120
People's Republic of China

#### Item 2.

(a) Name of Person Filing

GREENWOODS ASSET MANAGEMENT LIMITED ("GAML") GREENWOODS ASSET MANAGEMENT HOLDINGS LIMITED ("GAMHL") UNIQUE ELEMENT CORP ("UEC") JINZHI JIANG ("JIANG")

(b) Address of the Principal Office or, if none, residence

FOR GAML: Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1111-1, Cayman Islands FOR GAMHL & UEC: Sea Meadow House, Blackburne Highway, Road Town, Tortola, British Virgin Islands FOR JIANG: Suite 1001, Jingving Building B, 1518 Minsheng Road, Shanghai, PR China 200135

(c) Citizenship

FOR GAML: CAYMAN ISLANDS

FOR GAMHL & UEC: BRITISH VIRGIN ISLANDS FOR JIANG: PEOPLE'S REPUBLIC OF CHINA

(d) Title of Class of Securities

American depositary shares, two of which represent one ordinary share, par value US\$0.0005 per share

(e) CUSIP Number 65487X102

ltem 3.	If this statement	is filed pursuant t	o 88240.13d-1(b) d	or 240.13d-2(b) or (c	), check whether the	person filing is a:
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(a)	Ш	Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).
(b)		Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
(c)		Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
(d)		Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
(e)		An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
(f)		An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
(g)		A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
(h)		A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i)	A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
(j)	Group, in accordance with \$240.13d-1(b)(1)(ii)(J).

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### Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 2,682,463 American depositary shares, which represent 1,341,232 ordinary shares
- (b) Percent of class: 4.9%
- (c) Number of shares as to which the person has: 2,682,463 American depositary shares, which represent 1,341,232 ordinary shares
  - (i) Sole power to vote or to direct the vote **00,000**
  - (ii) Shared power to vote or to direct the vote 2,682,463 American depositary shares, which represent 1,341,232 ordinary shares
  - (iii) Sole power to dispose or to direct the disposition of **00,000**.
  - (iv) Shared power to dispose or to direct the disposition of 2,682,463 American depositary shares, which represent 1,341,232 ordinary shares

#### Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

#### **NOT APPLICABLE**

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

#### **NOT APPLICABLE**

Item 8. Identification and Classification of Members of the Group.

## **NOT APPLICABLE**

Item 9. Notice of Dissolution of Group.

#### **NOT APPLICABLE**

#### Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

27 NOV 2013

Date

/s/ WONG,

CHUNG WAI

Signature

WONG, CHUNG WAI/HEAD OF COMPLIANCE

Name/Title